

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
ZEN JV, LLC, <i>et al.</i> , ¹)	Case No. 25-11195 (JKS)
Debtors.)	(Jointly Administered)
)	

**AMENDED DECLARATION OF JERIAD R. PAUL
REGARDING THE SOLICITATION AND
TABULATION OF VOTES ON THE SECOND AMENDED JOINT
CHAPTER 11 PLAN OF ZEN JV, LLC AND ITS DEBTOR AFFILIATES**

I, Jeriad R. Paul, hereby declare under penalty of perjury as follows:

1. I am the Vice President of Omni Agent Solutions, Inc. (“Omni”), located at 5955 De Soto Ave., Suite 100, Woodland Hills, California, 91367 and 1120 Avenue of the Americas, 4th Floor, New York, NY 11036. I am over the age of 18 years and not a party to the above-captioned action.
2. I submit this amended declaration (the “Declaration”)² with respect to (i) the solicitation of votes and tabulation of ballots cast on the *Debtors’ Amended Combined Disclosure Statement and Joint Chapter 11 Plan Of Liquidation* [Docket No. 336] (as may be amended, supplemented or otherwise modified from time to time, the “Plan”)³ and (ii) the solicitation and tabulation of elections to Opt-Out or Opt-In to the Third-Party Release contained in the Plan.

¹ The Debtors in these cases, along with the last four digits of each debtor’s federal tax identification number (to the extent applicable), are: Zen JV, LLC (0225); Monster Worldwide LLC (6555); FastWeb, LLC; Monster Government Solutions, LLC (5762); Camaro Acquisition, LLC; CareerBuilder, LLC (6495); CareerBuilder Government Solutions, LLC (6426); Luceo Solutions, LLC (4426); CareerBuilder France Holding, LLC (9339); and Military Advantage, LLC (9508). The Debtors’ address is 200 N LaSalle Street #900, Chicago, IL 60601.

² This Declaration supersedes the prior declaration submitted by Omni at Docket No. 411.

³ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Plan.

3. Prior to the commencement of these Chapter 11 Cases, Zen JV, LLC and the other above-captioned debtors and debtors in possession (collectively, the “Debtors”) engaged Omni as their claims, noticing, and solicitation agent (the “Solicitation Agent”) to assist with, among other things, (a) serving solicitation materials to the parties entitled to vote to accept or reject the Plan and (b) tabulating votes cast with respect thereto. Omni and its employees have considerable experience in soliciting and tabulating votes to accept or reject proposed chapter 11 plans. The Court authorized Omni’s retention as solicitation agent to the Debtors on August 1, 2025, pursuant to an order [Docket No. 265] approving the *Application Of Debtors For Entry of an Order Authorizing the Employment and Retention of Omni Agent Solutions Inc. as Administrative Agent Effective as of the Petition Date* [Docket No. 155].

4. Except as otherwise noted, all facts set forth herein are based on my personal knowledge, knowledge that I acquired from individuals under my supervision or from the Debtors, and/or my review of the relevant documents. I am authorized to submit this Declaration on behalf of Omni. If I were called to testify, and if called as a witness, I could and would testify competently as to the facts set forth herein.

A. Service and Transmittal of the Solicitation Packages.

5. Pursuant to the Disclosure Statement Order (as defined below), the Debtors established September 3, 2025, as the record date (the “Record Date”) for determining which creditors were entitled to vote on the Plan. Pursuant to the Plan, Holders of Class 3 (Prepetition Term Loan Claims), Class 4 (Prepetition Notes Claims), and Class 5 (General Unsecured Claims) (the “Voting Classes”) as of the Record Date were entitled to vote to accept or reject the Plan. No other classes were entitled to vote on the Plan.

6. On September 8, 2025, Omni caused to be distributed via first-class mail and email (where email addresses were known) to Holders of claims in the Voting Classes as of the Record Date: (a) the Confirmation Hearing Notice (with a QR code to access the Combined Plan and Disclosure Statement) (the “Confirmation Hearing Notice”); (b) the Disclosure Statement Order (without Exhibits); (c) the appropriate form of Ballot(s) and (d) a pre-paid, pre-addressed return envelope (collectively, the “Solicitation Package”). Additionally, Class 5 General Unsecured Claim holders were provided with a letter from the Committee in support of the Plan.

7. The Solicitation Package was distributed in accordance with the *Order (A) Approving the Disclosure Statement on an Interim Basis; (B) Establishing Solicitation and Tabulation Procedures; (C) Approving the Form of Ballot and Solicitation Materials; (D) Establishing the Voting Record Date; (E) Fixing the Date, Time, and Place for the Combined Confirmation Hearing and the Deadline for Filing Objections thereto; and (F) Granting Related Relief* [Docket No. 335] (the “Disclosure Statement Order”).

8. In accordance with the solicitation procedures, Omni worked closely with the Debtors and their advisors to identify the Holders in the Voting Classes as of the Record Date that were entitled to vote and to coordinate the distribution of the Solicitation Package to such Holders. Detailed descriptions evidencing the service of the Solicitation Package are set forth in the *Affidavit of Service*, filed with the Court on September 21, 2025 [Docket No. 379].

B. The Tabulation Process.

9. In accordance with the solicitation procedures, Omni reviewed, determined the validity of and tabulated the Ballots submitted to vote on the Plan. Each Ballot submitted to Omni was processed in accordance with Omni’s standard tabulation procedures and in compliance with the court-approved solicitation and tabulation procedures. To be included in the tabulation results

as valid, each Ballot must have been properly executed, completed, and delivered according to the applicable voting instructions by: (a) first class mail; (b) overnight courier; or (c) personal delivery; so that each Ballot was actually received by Omni no later than the Voting Deadline at the return address set forth in the applicable Ballot. Alternatively, Ballots could be submitted electronically through the Solicitation Agent's E-Ballot Portal at <https://omniagentsolutions.com/CareerBuilderMonster-Ballots> by no later than the Voting Deadline, unless the Debtors determine otherwise or as permitted by the Court. Omni completed its final tabulation of the Ballots on October 2, 2025, following a complete review and audit of all Ballots received.

10. Set forth below is a summary of the voting results with respect to the Voting Classes tabulated on a consolidated basis:

Accept		Reject	
Number (% of Number)	Amount (% of Amount)	Number (% of Number)	Amount (% of Amount)
Class 3 – Prepetition Term Loan Claims			
55 (100%)	\$90,494,321.65 (100%)	0 (0%)	0 (0%)
Class 4 – Prepetition Notes Claim			
3 (100%)	\$212,986,587.00 (100%)	0 (0%)	0 (0%)
Class 5 – General Unsecured Claims			
19 (90.48%)	\$4,289,206.36 (99.85%)	2 (9.52%)	\$6,396.49 (0.15%)

11. The final tabulation of votes cast by timely and properly completed Ballots received by Omni is attached hereto as **Exhibit A**.

C. Ballot Opt-In Election.

12. In addition, in accordance with the solicitation and tabulation procedures, Omni reviewed and tabulated the elections recorded on the Ballots from Holders of Claims in the Voting Classes that chose to opt-in to the third-party release in the Plan (the “Third-Party Release”). Exhibit A further denotes which Claims in the Voting Classes opted in to the Third-Party Release. For the avoidance of doubt, the Declaration does not certify the validity of any such election and does not address whether the Creditor already agreed to provide the Third-Party Release as part of the Global Settlement. This information is provided for reporting and information purposes only.

D. Ballots that Contained Irregularities or Were Not Counted.

13. As of the Voting Deadline, Omni received three Ballots not included for the purposes of the numerosity requirement of section 1126(c) of the Bankruptcy Code and voting amounts were aggregated to a single claim. One Ballot is not included because the Ballot was not signed. One Ballot is not included because a vote to accept or reject the Plan was not indicated. One Ballot was not included as the holder of the claim is not a voting party. Finally, one Ballot is not included because it was a duplicative Ballot.

E. Notices of Non-Voting Status.

14. On September 8, 2025, after entry of the Disclosure Statement Order, Omni sent via first-class mail and email (where email addresses were known) the applicable Notice of Non-Voting Status and Confirmation Hearing Notice (with a QR code to access the Combined Plan and Disclosure Statement) to the Holders of Claims or Interests in the Non-Voting Classes.

15. Omni is in possession of the Ballots received by it, and copies of the same are available for review and inspection by or submission to the Court.

To the best of my knowledge, information, and belief, the foregoing information concerning the distribution, submission, and tabulation of Ballots in connection with the Plan is true and correct.

Dated: October 3, 2025

/s/ Jeriad R. Paul

Jeriad R. Paul
Vice President
Omni Agent Solutions, Inc.